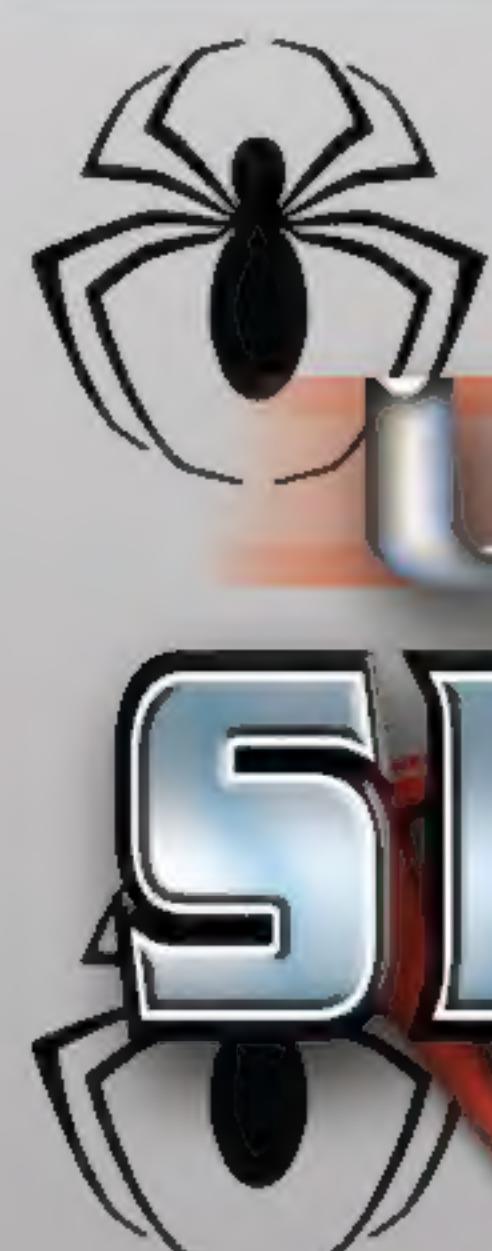


ULTIMATUM



ISSUE
131

ULTIMATE SPIDER-MAN



**BENDIS
IMMONEN
von GRAWBADGER
PONSOR**

MARVEL

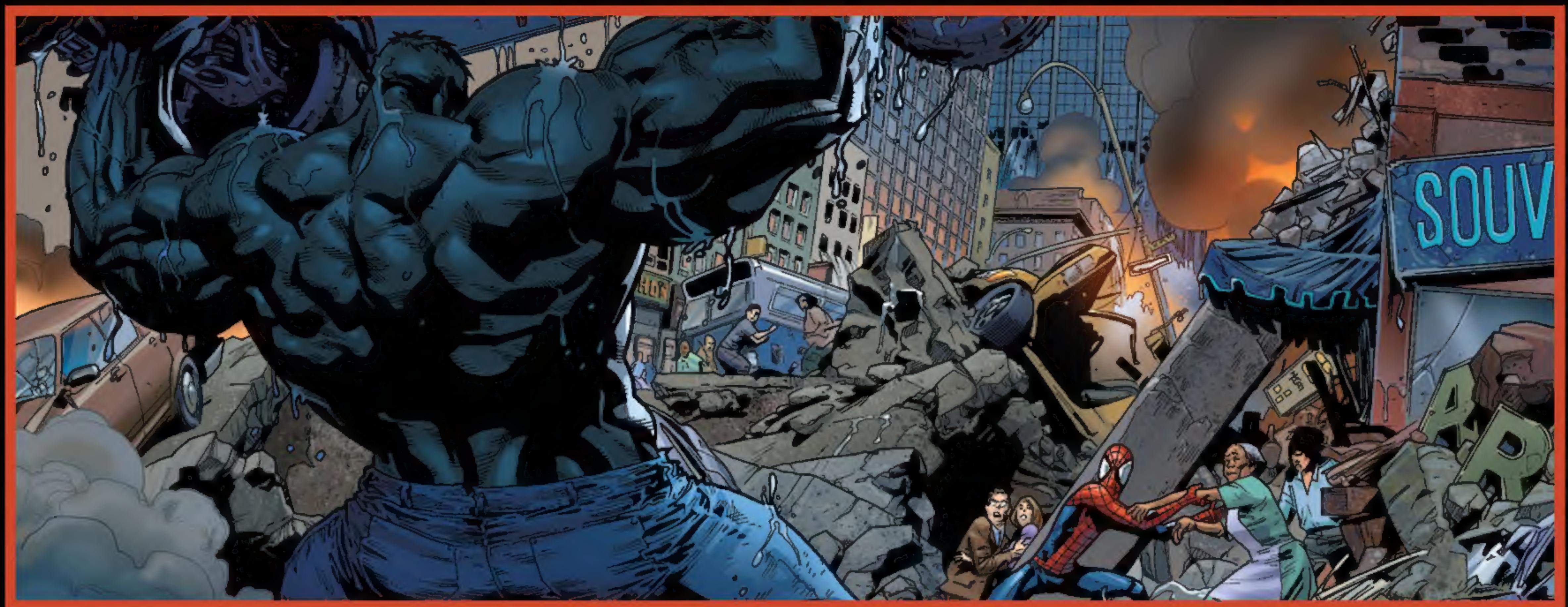
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The bite of a genetically altered spider granted high-school student Peter Parker incredible arachnid-like powers! When a burglar killed his beloved Uncle Ben, a grief-stricken Peter vowed to use his amazing abilities to protect his fellow man. He learned the invaluable lesson that with great power there must also come great responsibility!

Now the fledgling super hero tries to balance a full high school curriculum, a night job as a web designer for the Daily Bugle tabloid, a relationship with the beautiful Mary Jane Watson, and swing time as the misunderstood, web-slinging Spider-Man!

ULTIMATE SPIDER-MAN



PREVIOUSLY IN ULTIMATE SPIDER-MAN...

THE ULTIMATUM WAVE HAS DESTROYED NEW YORK CITY. With no warning a massive tidal wave crashed down on the island of Manhattan killing millions of people in the blink of an eye.

Spider-Man desperately dives into the madness to do whatever small part he can. While doing so he is contacted telepathically by Charles Xavier, the telepathic mutant leader of the X-Men.

Xavier tells Spider-Man that Magneto has launched this unholy destruction upon mankind and that the surviving members of the X-Men will join up with Spider-Man and head towards Magneto's headquarters. But Spider-Man hasn't heard from Xavier since. When the tidal wave subsides, Spider-Man helps search for survivors in the watery hell that is Midtown...and finds himself impossibly face-to-face with the INCREDIBLE HULK.

In Queens, Aunt May is shocked to find herself in police custody concerning the rumor that her nephew Peter Parker may be Spider-Man. But when the wave hits, Aunt May decides to help the police assist the disaster victims.

Aunt May and one of the police detectives are almost killed by a falling telephone pole but are saved by...SPIDER-WOMAN, the female clone of Peter Parker.

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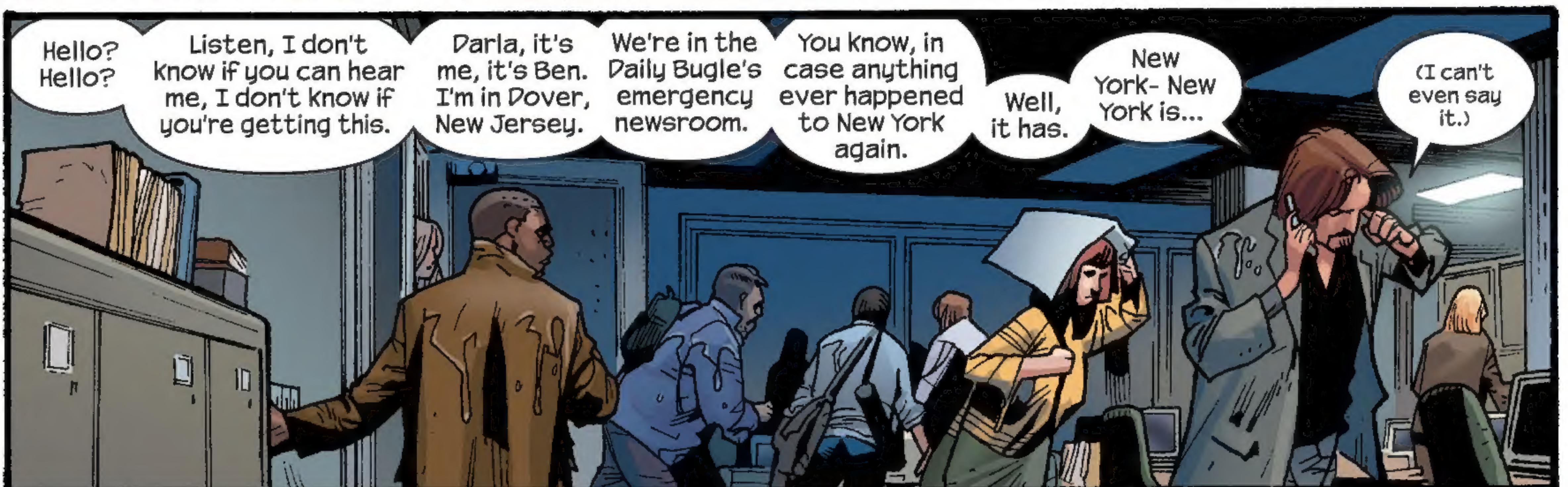
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SKIPPER

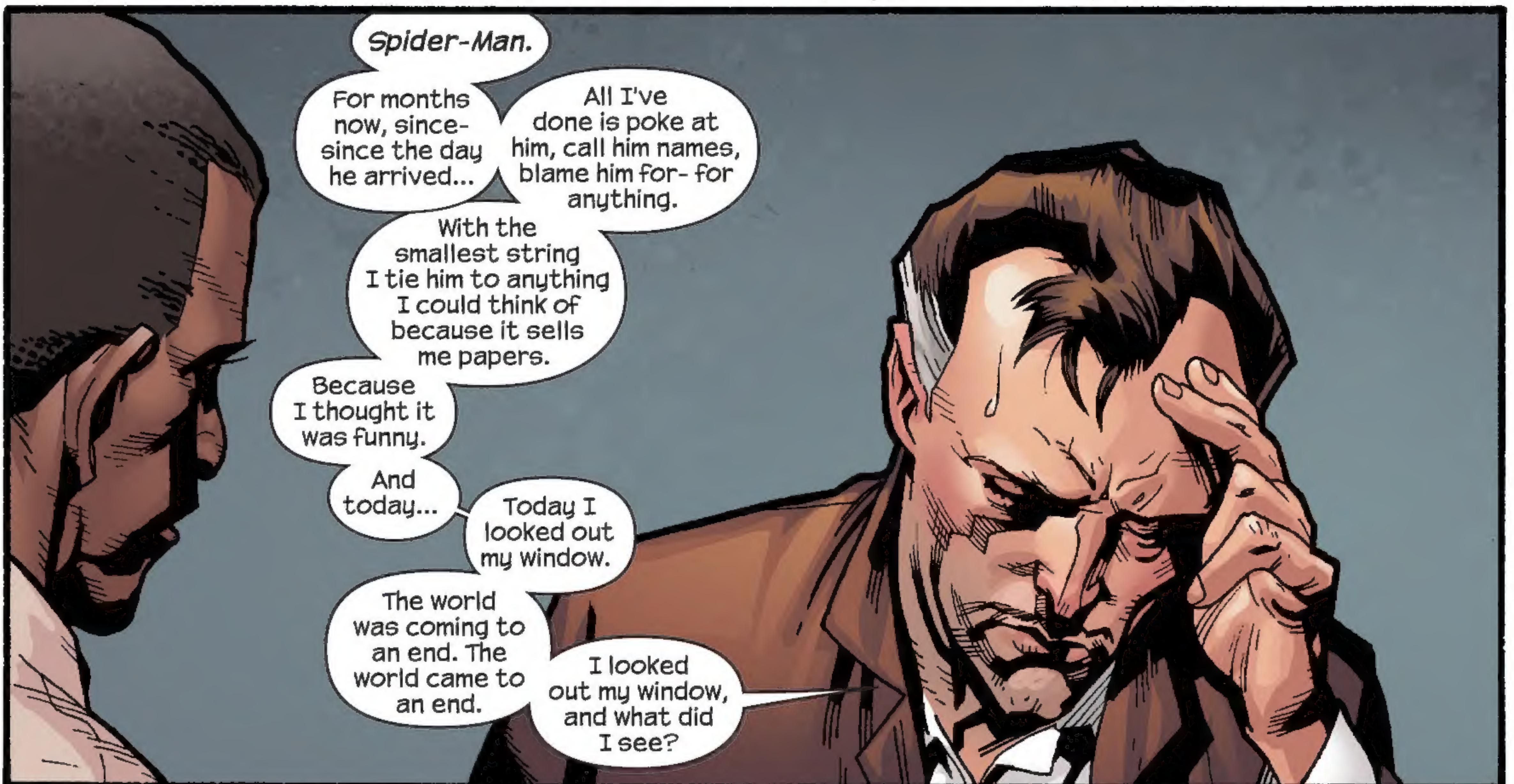
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"I saw
a hero.

"I see this
man--this hero--
jumping in.

"Not
running
away.

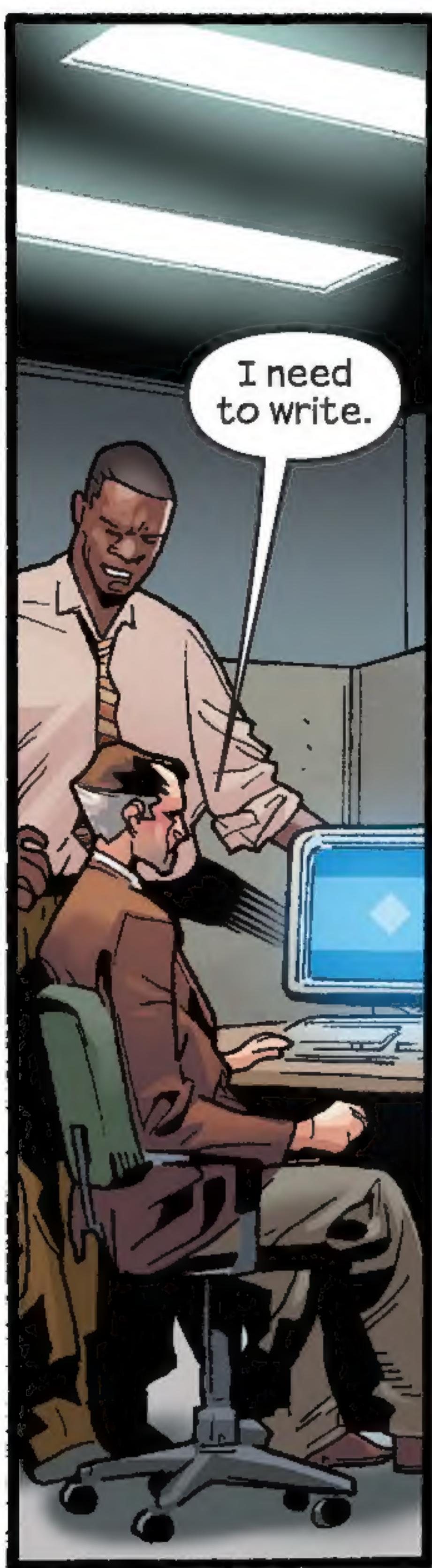
"Like
we did.)

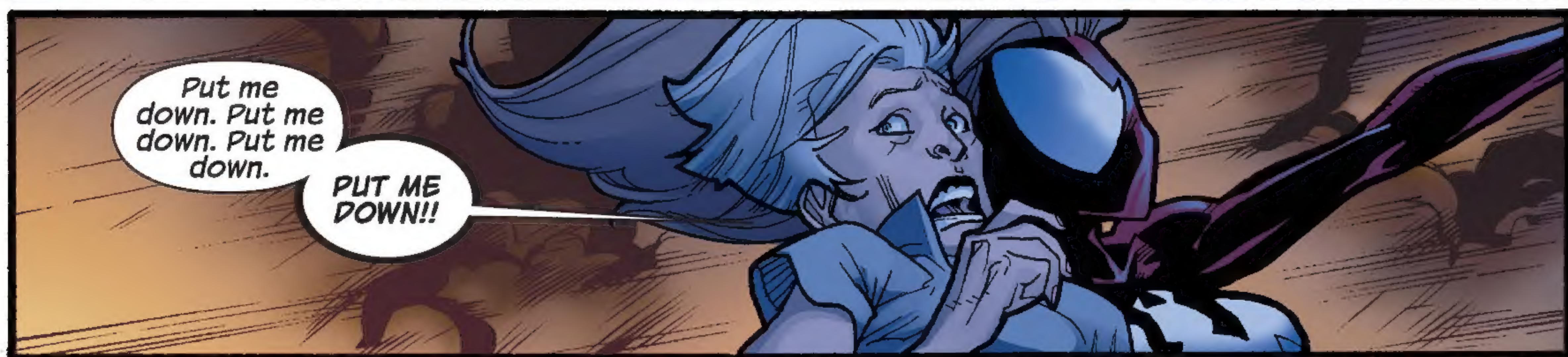
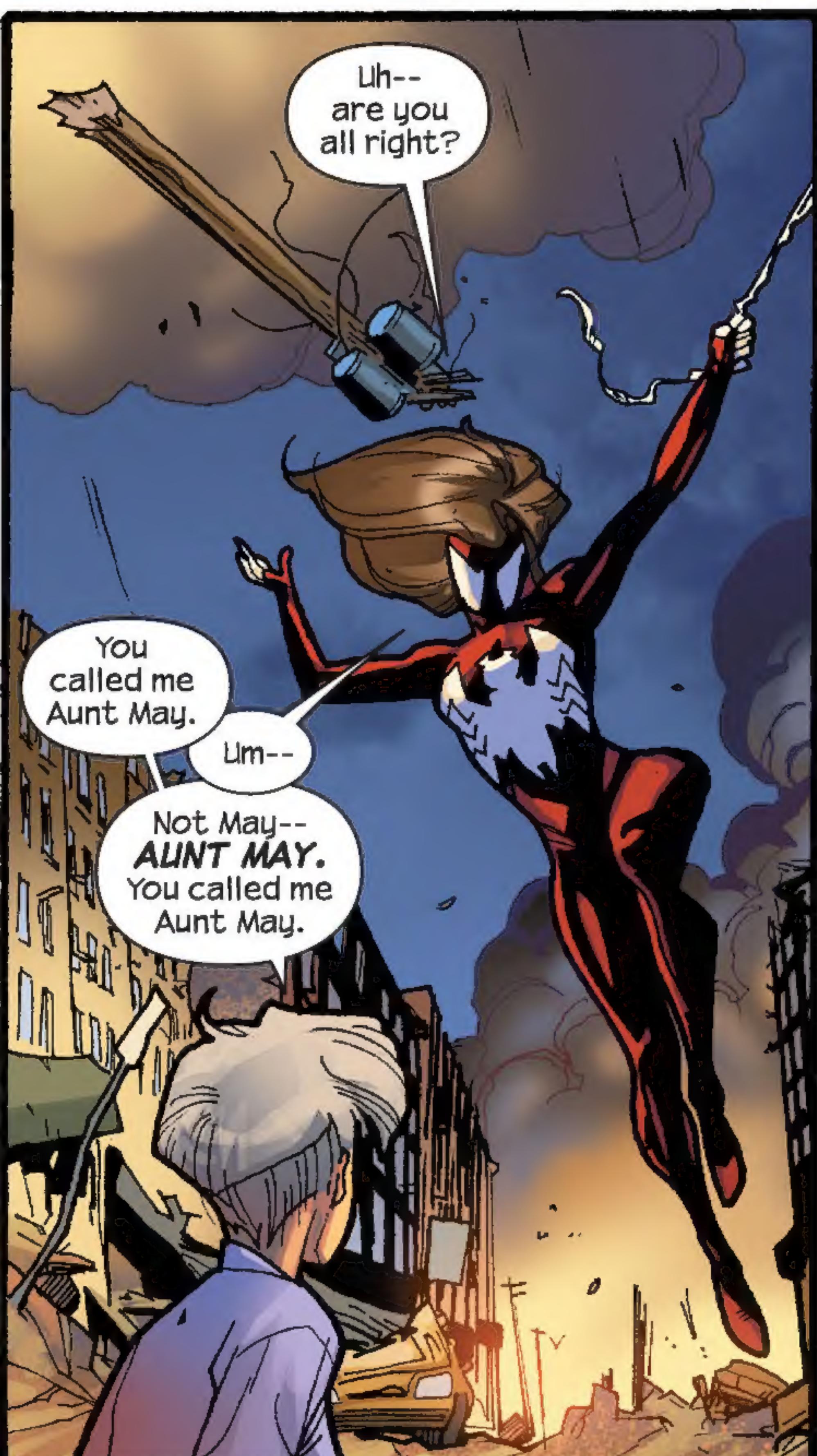
"He jumped in
and tried to save
anyone he could.

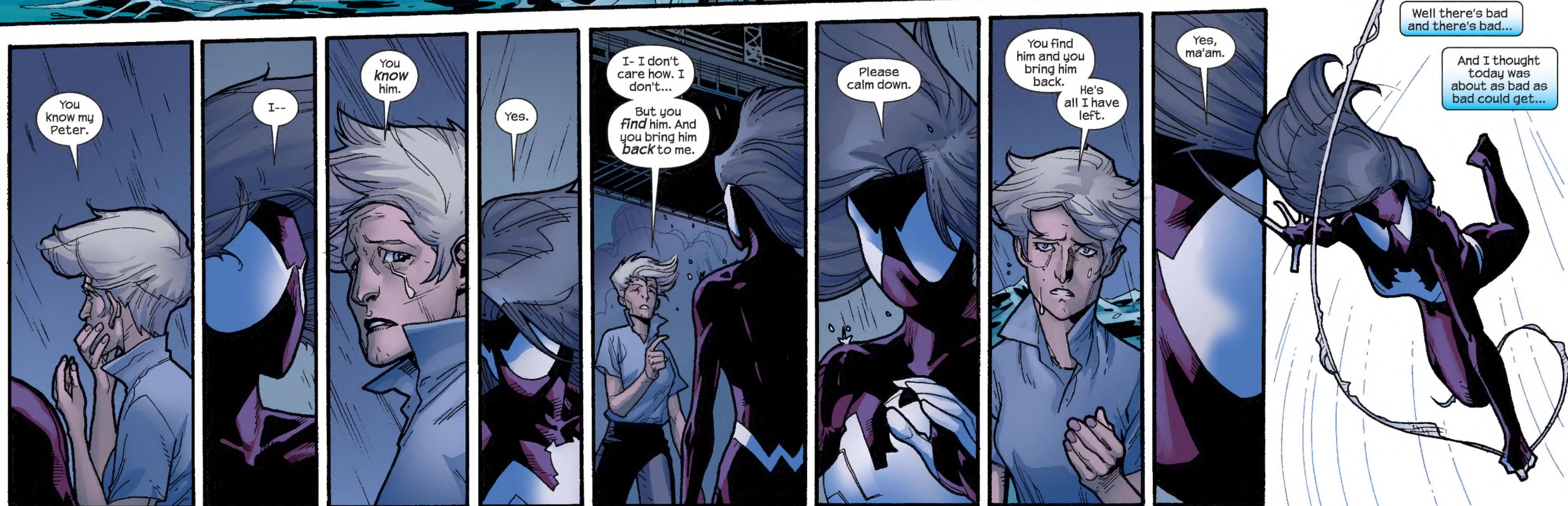
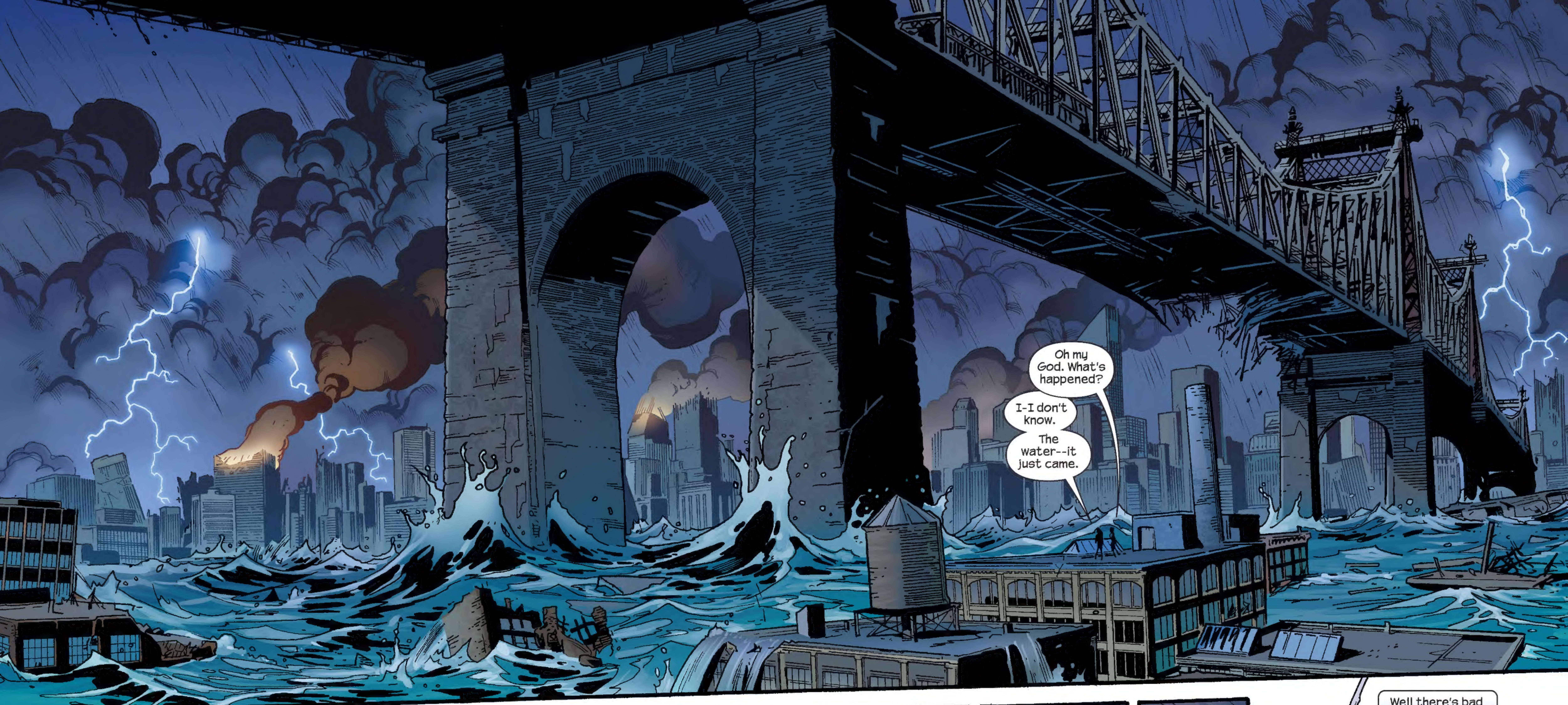
"I'm...

"I am completely
ashamed of myself."









Then this happens.

This is so me
it's not even
funny...

I survived a hurricane,
I survived the destruction
of New York City, I survived
the general crazy that is
my life as Spider-Man...

I turn around
and here's
the Hulk.

The whole
Hulk.

Right in
my face.

Did he do this? Did he
bring this hell? Did he
kill all these people?

Uh-

He's just
staring
at me.

(And I'm
just staring
at him.)

I'm scared if I move,
he'll- he'll smash or
something.

If I run away--all these
people who lived through this
now have to deal with him.

I can't run,
I can't fight
him. I can't--

Hello?

There's a
guy in there.
A human guy.

A doctor.

Banner
something. He's in
there somewhere.

Um,
I'm Spider-
Man.

Maybe I
can reason
with him.

Maybe I can turn
him back to his
Banner-ness.

Maybe I can get
him to go away without
hurting anybody.

Did he do this?
Xavier told me
it was Magneto.

But he told me this in
my brain when I could very
well have been having a
nervous breakdown so I'm
not completely entirely
convinced that happened.

Xavier hasn't come back
inside my head and said
anything else to me since.

It very well
could be- ugh!!
I don't know!!

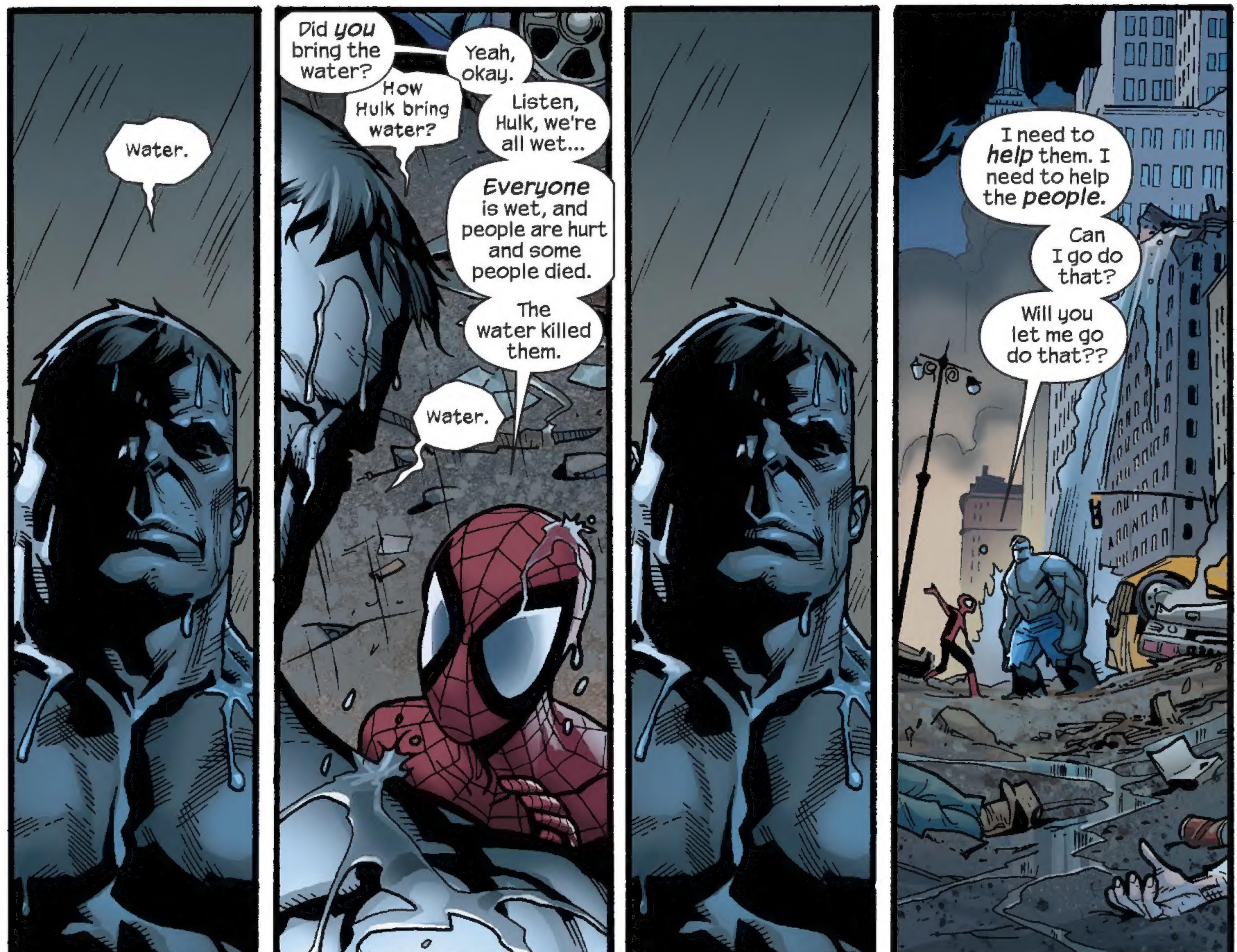
I don't
know!!

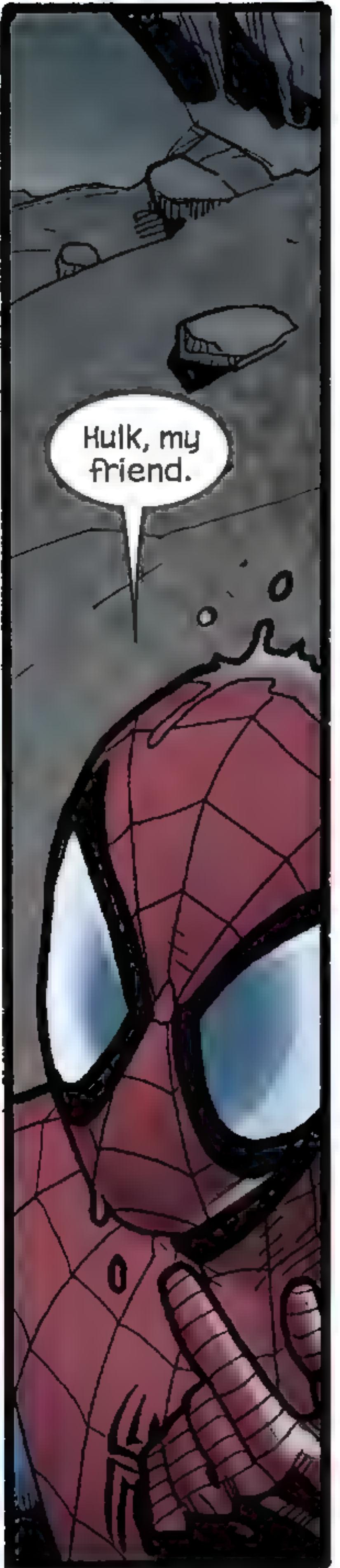
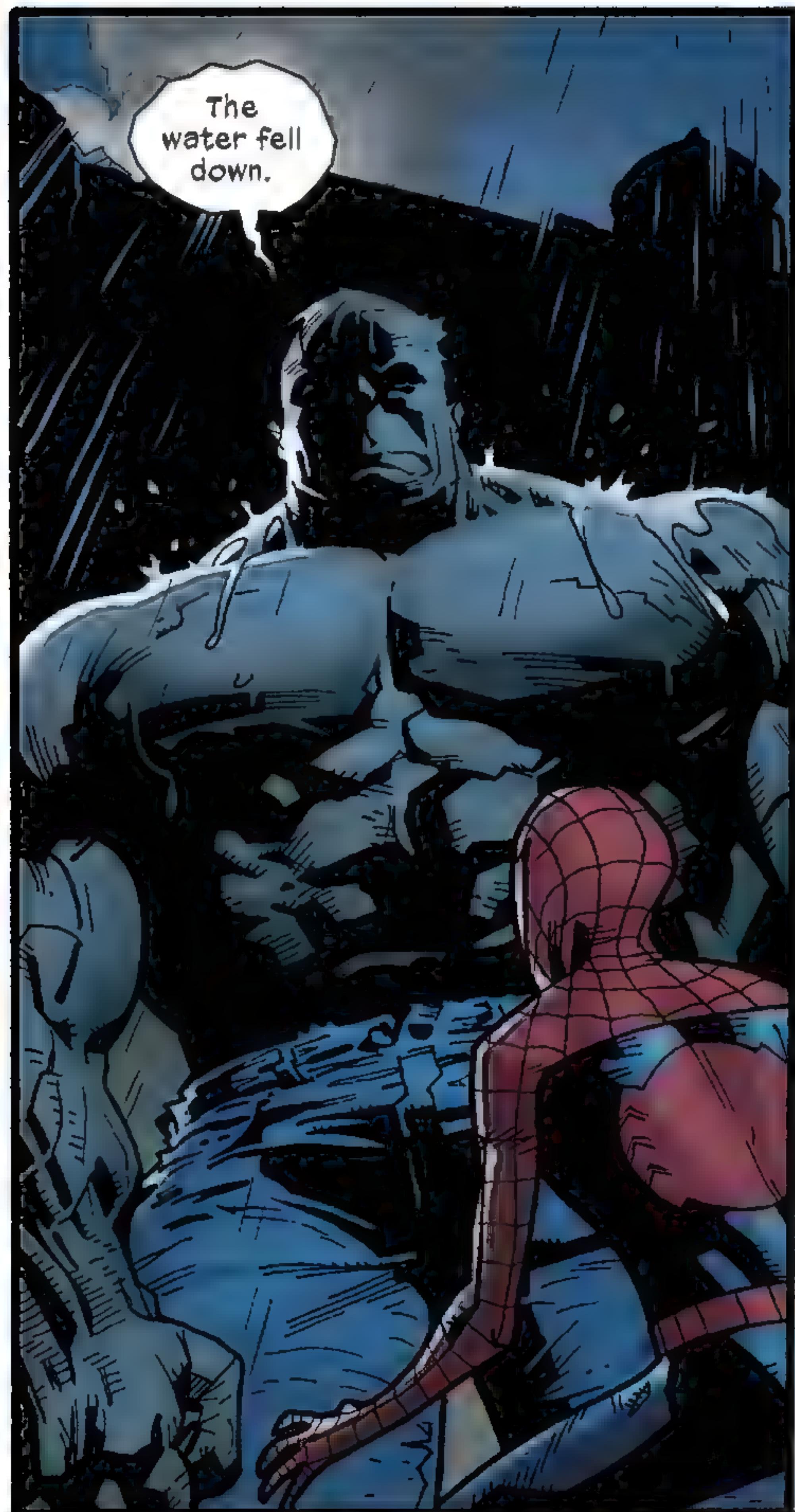
Hulk? Can you
hear me?? Do
you know where
you are?

I just called him
Hulk. I hope that's
not an insult or a--

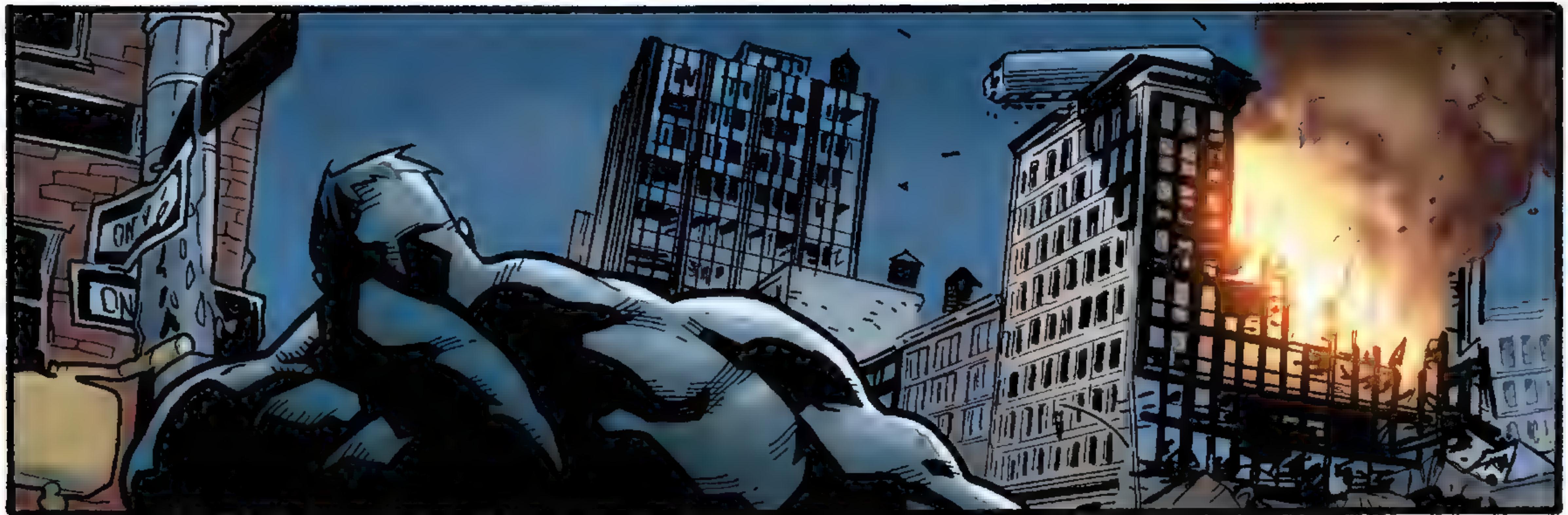
Uh @#\$%,
he talked.

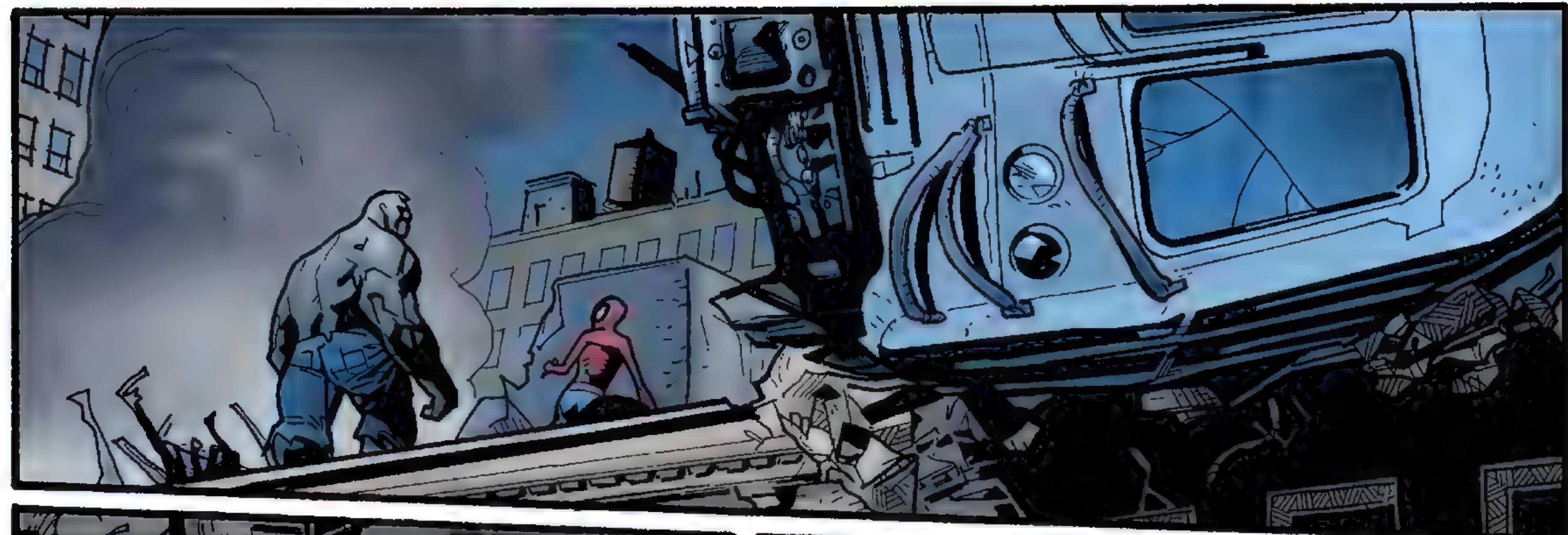
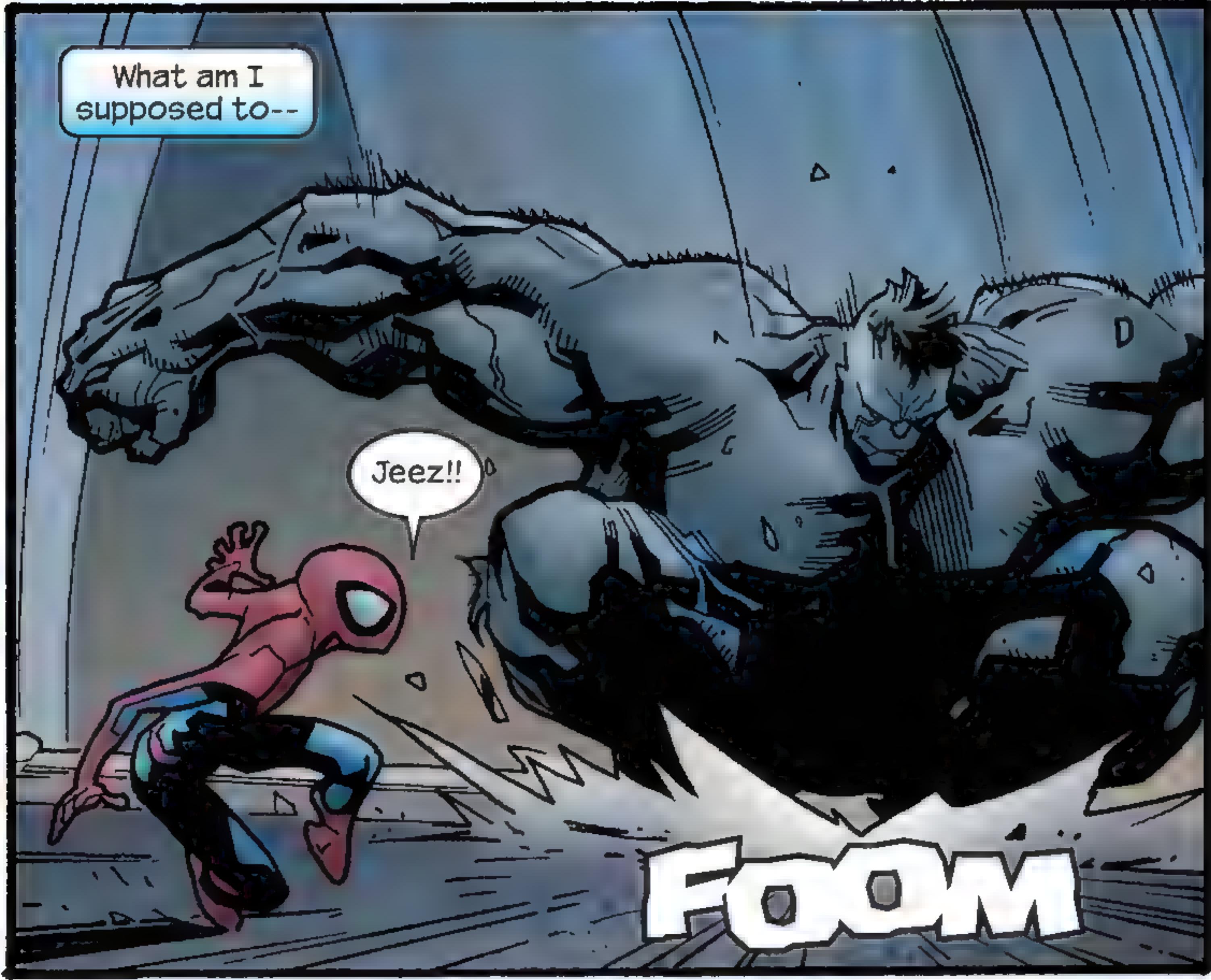
Yeah?
Hulk...

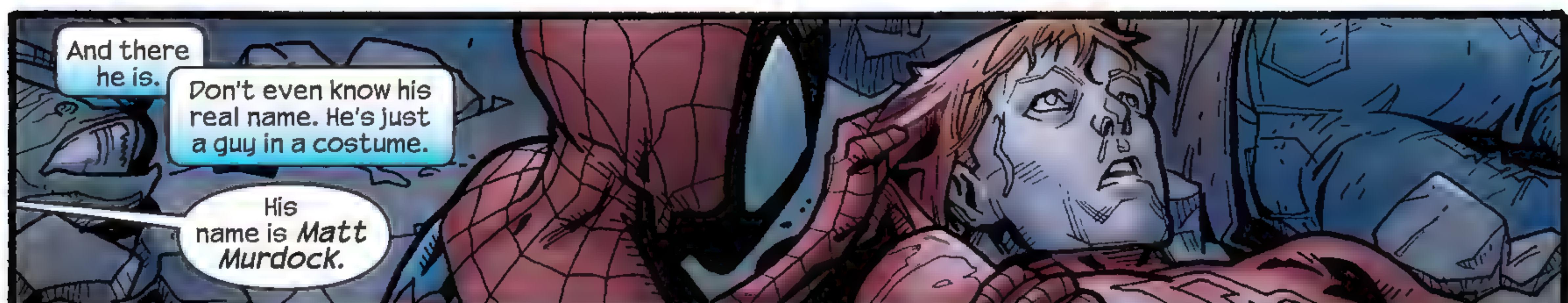
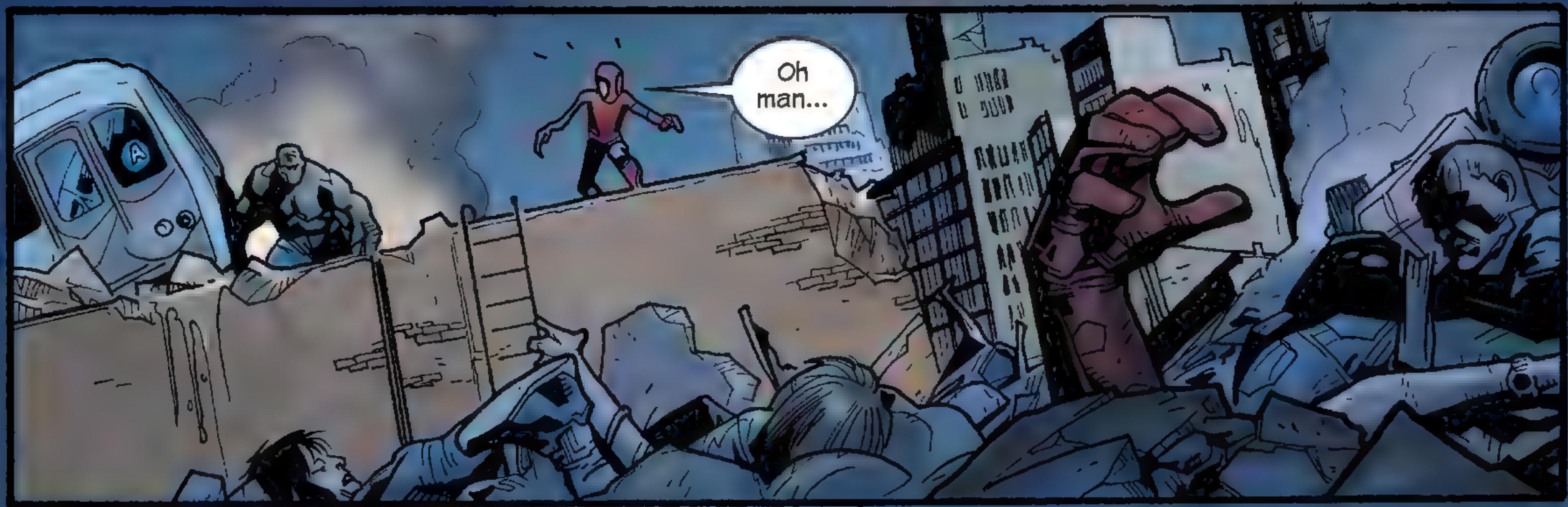


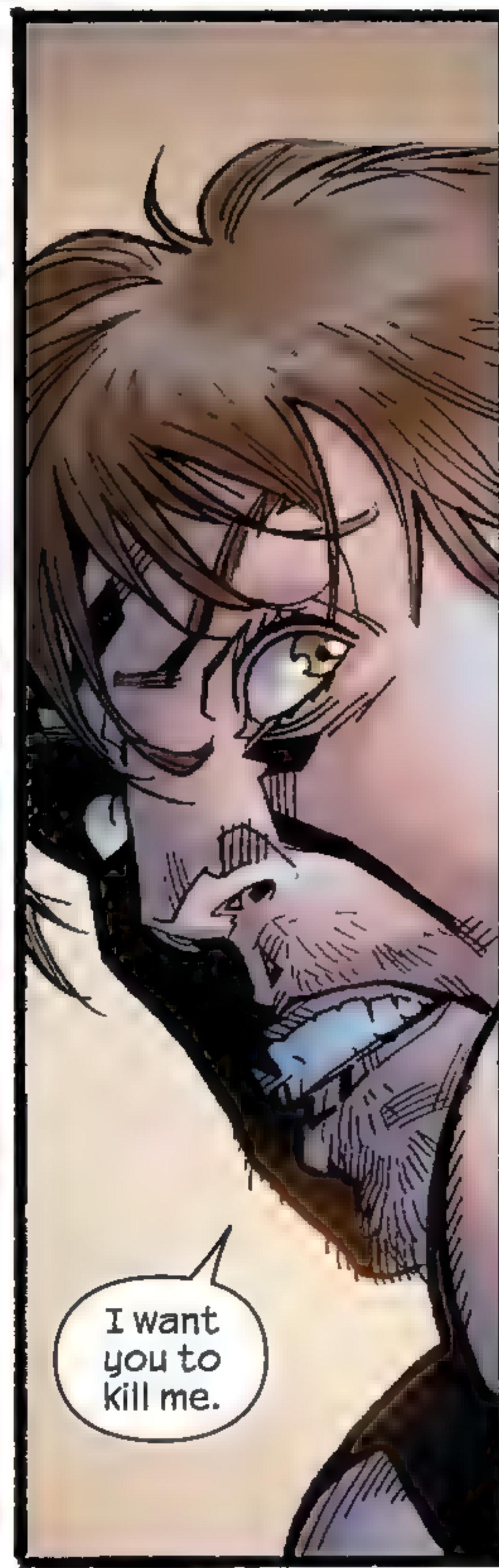
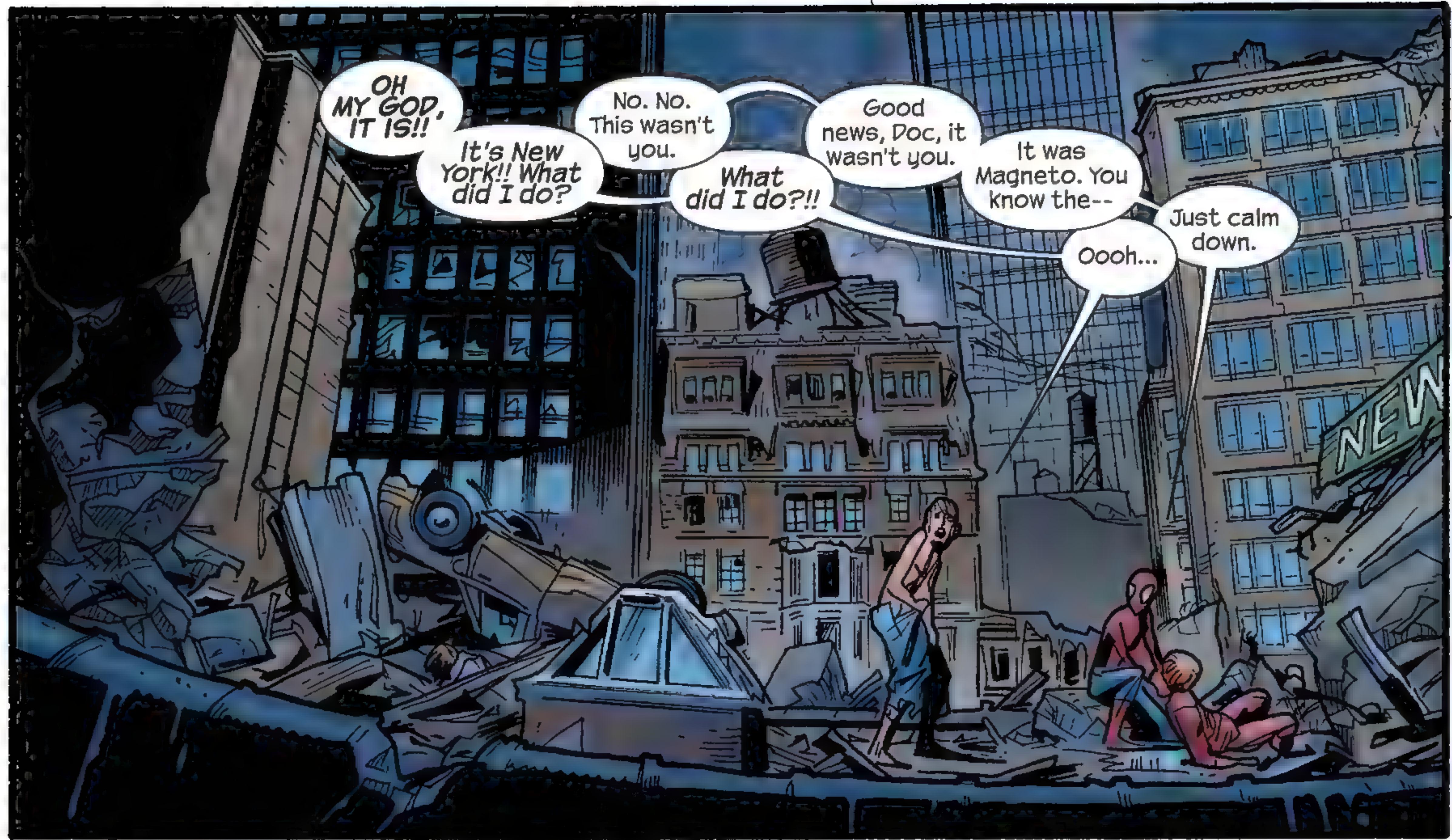




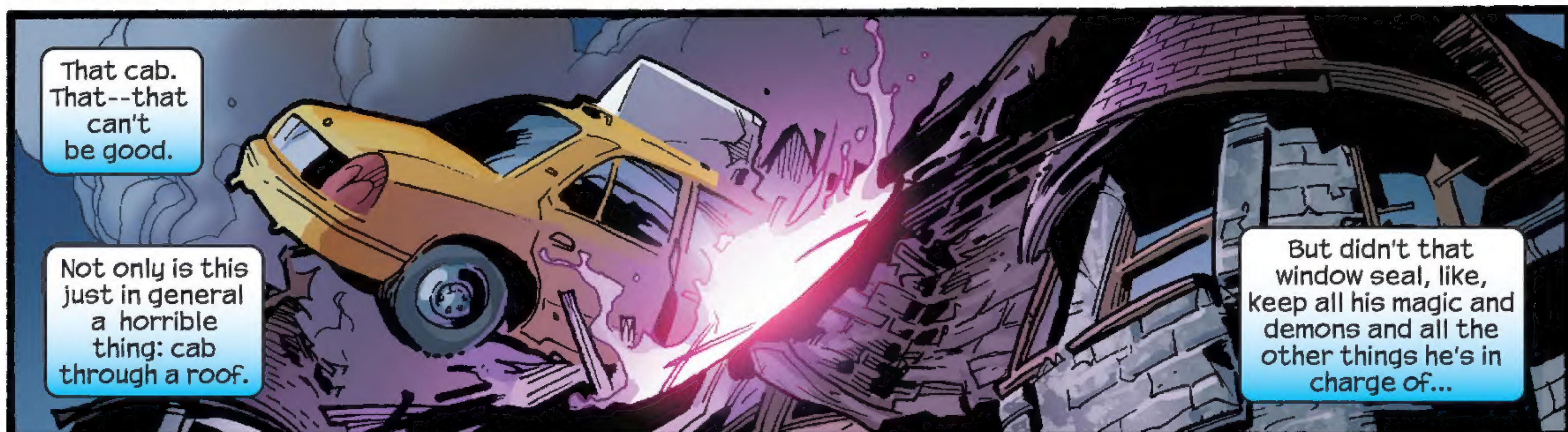
















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